

David M. Spector, Esq.
 Everett J. Cygal, Esq.
 Robert C. Feldmeier, Esq.
 Colin M. Proksel, Esq.
 SCHIFF HARDIN LLP
 233 South Wacker Drive
 Chicago, Illinois 60606
 Tel: (312) 258-5500

Brian J. Neff, Esq.
 SCHIFF HARDIN LLP
 900 Third Avenue
 23rd Floor
 New York, New York 10022
 Tel: (212) 753-5000

Attorneys for Defendant, Counter-Plaintiff

**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

-----X
 CLARENDON NATIONAL INSURANCE :
 COMPANY and CLARENDON AMERICA :
 INSURANCE COMPANY, :
 :

Plaintiffs, :

v. :

TRUSTMARK INSURANCE COMPANY :

Defendant. :

-----X
 TRUSTMARK INSURANCE COMPANY :

Defendant, Counter-Plaintiff. :

v. :

CLARENDON NATIONAL INSURANCE :
 COMPANY and CLARENDON AMERICA :
 INSURANCE COMPANY, :
 :

Plaintiffs, Counter-Defendants. :

09 cv 9896 (BSJ-MHD)

DECLARATION OF COLIN M. PROKSEL, ESQ.


I, Colin M. Proksel, Esq., declare, under penalty of perjury and 28 U.S.C. § 1746, that the following is true and correct:

1. I am an associate at Schiff Hardin LLP, counsel for Defendant Trustmark Insurance Company ("Trustmark"). I am admitted *pro hac vice* to practice law before this Court. I am familiar with the proceedings in this case. I submit this Declaration in support of Defendant's Reply Memorandum of Law in Support of Its Motion for Summary Judgment Pursuant to Rule 56.

2. Attached hereto as Exhibits 1, 2, and 3 are true and correct copies of the three (3) Excess of Loss Reinsurance Agreements, effective October 1, 1998, as between Clarendon National Insurance Company and Clarendon America Insurance Company and Trustmark that constitute the "International II" (the "Slips"). The Slips were filed as public documents in *Trustmark Inc. Co. v. Clarendon National Ins. Co. & Clarendon America Ins. Co.*, No. 09-C-1673, as Exhibits 1, 2, and 3 to Trustmark's Amended Petition to Confirm Arbitration Awards [Doc. No. 9]

3. Attached hereto as Exhibit 4 is a true and correct of a public press release A.M. Best issued on December 28, 2010, concerning Clarendon National Insurance Company and Clarendon America Insurance Company.

Executed on: January 13, 2011
Chicago, IL

By: 
Colin M. Proksel (*pro hac vice*)

CERTIFICATE OF SERVICE

I, Colin M. Proksel, hereby certify that on January 13, 2011, a copy of the Declaration of Colin M. Proksel, Esq., was filed with the Clerk of the Court and served on the following counsel of record via the Court's CM/ECF system:

<p>Robert A. Scher, Esq. FOLEY & LARDNER LLP 90 Park Avenue New York, NY 10016 Tel: (212) 338-3405 Fax: (212) 687-2329 rscher@foley.com</p>	<p>Brett H. Ludwig, Esq. G. Michael Halfenger, Esq. Brian P. Keenan, Esq. FOLEY & LARDNER LLP 777 E. Wisconsin Avenue Milwaukee, WI 53202 Tel: (414) 271-2400 Fax: (414) 297-4900 bludwig@foley.com mhalfenger@foley.com bkeenan@foley.com</p>
---	--

By: /s/ Colin M. Proksel

Colin M. Proksel, Esq.
SCHIFF HARDIN LLP
233 South Wacker Drive
Chicago, Illinois 60606
Tel: (312) 258-5500
Fax: (312) 258-5600

ATTORNEY FOR THE
TRUSTMARK INSURANCE COMPANY